

# TRADEMARK ASSIGNMENT

Electronic Version v1.1  
 Stylesheet Version v1.1

<b>SUBMISSION TYPE:</b>	NEW ASSIGNMENT																		
<b>NATURE OF CONVEYANCE:</b>	Certificate of Amendment																		
<b>CONVEYING PARTY DATA</b>																			
<table border="1" style="width: 100%; border-collapse: collapse;"> <tr> <th style="width: 30%;">Name</th> <th style="width: 30%;">Formerly</th> <th style="width: 20%;">Execution Date</th> <th style="width: 20%;">Entity Type</th> </tr> <tr> <td>Study Island, LLC</td> <td></td> <td>06/30/2009</td> <td>LIMITED LIABILITY COMPANY: DELAWARE</td> </tr> </table>	Name	Formerly	Execution Date	Entity Type	Study Island, LLC		06/30/2009	LIMITED LIABILITY COMPANY: DELAWARE											
Name	Formerly	Execution Date	Entity Type																
Study Island, LLC		06/30/2009	LIMITED LIABILITY COMPANY: DELAWARE																
<b>RECEIVING PARTY DATA</b>																			
Name:	Archipelago Learning, LLC																		
Street Address:	3400 Carlisle Street																		
Internal Address:	Suite 345																		
City:	Dallas																		
State/Country:	TEXAS																		
Postal Code:	75204																		
Entity Type:	LIMITED LIABILITY COMPANY: DELAWARE																		
<b>PROPERTY NUMBERS Total: 5</b>																			
<table border="1" style="width: 100%; border-collapse: collapse;"> <tr> <th style="width: 20%;">Property Type</th> <th style="width: 20%;">Number</th> <th style="width: 60%;">Word Mark</th> </tr> <tr> <td>Registration Number:</td> <td>3507135</td> <td>STUDY ISLAND</td> </tr> <tr> <td>Registration Number:</td> <td>3452386</td> <td></td> </tr> <tr> <td>Serial Number:</td> <td>77761931</td> <td>ISLANDWEB</td> </tr> <tr> <td>Serial Number:</td> <td>77761989</td> <td>NORTHSTAR LEARNING</td> </tr> <tr> <td>Serial Number:</td> <td>77762038</td> <td>ARCHIPELAGO LEARNING</td> </tr> </table>	Property Type	Number	Word Mark	Registration Number:	3507135	STUDY ISLAND	Registration Number:	3452386		Serial Number:	77761931	ISLANDWEB	Serial Number:	77761989	NORTHSTAR LEARNING	Serial Number:	77762038	ARCHIPELAGO LEARNING	
Property Type	Number	Word Mark																	
Registration Number:	3507135	STUDY ISLAND																	
Registration Number:	3452386																		
Serial Number:	77761931	ISLANDWEB																	
Serial Number:	77761989	NORTHSTAR LEARNING																	
Serial Number:	77762038	ARCHIPELAGO LEARNING																	
<b>CORRESPONDENCE DATA</b>																			
Fax Number:	(212)310-8007																		
<i>Correspondence will be sent via US Mail when the fax attempt is unsuccessful.</i>																			
Email:	lynda.braun@weil.com, beth.akers@weil.com																		
Correspondent Name:	Lynda M. Braun																		
Address Line 1:	Weil Gotshal & Manges LLP																		
Address Line 2:	767 Fifth Avenue																		
Address Line 4:	New York, NEW YORK 10153																		

CH \$140.00 3507135

**900146335**

**TRADEMARK**  
**REEL: 004086 FRAME: 0561**

ATTORNEY DOCKET NUMBER:	76473-0001 L. BRAUN
NAME OF SUBMITTER:	Lynda M. Braun
Signature:	/Lynda M. Braun/
Date:	10/28/2009
Total Attachments: 3 source=Certificate of Amendment#page1.tif source=Certificate of Amendment#page2.tif source=Certificate of Amendment#page3.tif	

# Delaware

PAGE 1

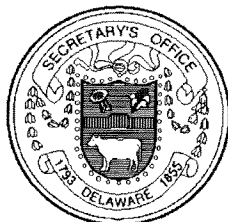
*The First State*

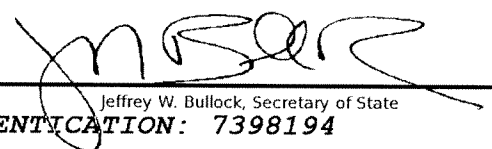
I, JEFFREY W. BULLOCK, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY THE ATTACHED IS A TRUE AND CORRECT COPY OF THE CERTIFICATE OF AMENDMENT OF "STUDY ISLAND, LLC", CHANGING ITS NAME FROM "STUDY ISLAND, LLC" TO "ARCHIPELAGO LEARNING, LLC", FILED IN THIS OFFICE ON THE SECOND DAY OF JULY, A.D. 2009, AT 11:04 O'CLOCK A.M.

4262556 8100

090669577

You may verify this certificate online  
at [corp.delaware.gov/authver.shtml](http://corp.delaware.gov/authver.shtml)



  
Jeffrey W. Bullock, Secretary of State  
AUTHENTICATION: 7398194

DATE: 07-02-09

TRADEMARK  
REEL: 004086 FRAME: 0563

STATE OF DELAWARE  
CERTIFICATE OF AMENDMENT

1. Name of Limited Liability Company: Study Island, LLC  
\_\_\_\_\_
2. The Certificate of Formation of the limited liability company is hereby amended  
as follows: The new name of the LLC is Archipelago Learning, LLC  
\_\_\_\_\_  
\_\_\_\_\_  
\_\_\_\_\_  
\_\_\_\_\_  
\_\_\_\_\_

IN WITNESS WHEREOF, the undersigned have executed this Certificate on  
the 30th day of June, A.D. 2009.

By: James B Walburg  
Authorized Person(s)

Name: James Walburg  
Print or Type

Schedule of marks:

**STUDY ISLAND**

**Registration Number: 3507135**

**Design mark**

**Registration Number: 3452386**

**ISLANDWEB**

**Application Number: 77761931**

**NORTHSTAR LEARNING**

**Application Number: 77761989**

**ARCHIPELAGO LEARNING**

**Application Number: 77762038**